

05/05/98

TUE 11:31

FAX (941) 263-0703

CUMMINGS & LOCKWOOD

001

P98000040480

5/04/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

3:50 PM

((H98000008429 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: CUMMINGS & LOCKWOOD

ACCT#: 102336001100

CONTACT: CORINNE P MCCLURE

PHONE: (941) 649-3186

FAX #: (941) 263-0703

NAME: ADVISORS TRUST, INC.

AUDIT NUMBER.....H98000008429

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
98 MAY -5 PM 12: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ML 5/5/98

H98000008429

ARTICLES OF INCORPORATION
OF
ADVISORS TRUST, INC.

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

ADVISORS TRUST, INC.

SECOND: The initial principal office or mailing address of the Corporation is:

3001 Tamiami Trail North, 4th Floor
Naples, FL 34103

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, and the par value of each such share shall be Ten Cents (\$0.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

c/o Cummings & Lockwood
3001 Tamiami Trail North, 4th Floor
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

Joe B. Cox, Esq.

FIFTH: The name and address of the sole incorporator of the Corporation are:

Joe B. Cox, Esq.
3001 Tamiami Trail North
Naples, Florida 34103

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is One (1). The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person to serve as directors of the Corporation until the first annual meeting of

Prepared by Joe B. Cox, Esq.
Cummings & Lockwood
P. O. Box 413032
Naples, FL 34101
(941) 262-8311
Florida Bar No. 210315

H98000008429
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 MAY -5 PM 12: 21

FILED

H9800008429

the shareholders of the Corporation, or until one or more successors have been elected and qualify, are as follows:

Joe B. Cox
3001 Tamiami Trail North
Naples, Florida 34103

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 5 day of May, 1998.



Joe B. Cox, Esq., Incorporator


H98000008429

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

- 1. The name of the corporation is: **ADVISORS TRUST, INC.**
- 2. The name and address of the registered agent and office is:

Joe B. Cox, Esq.
 3001 Tamiami Trail North
 Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


 Joe B. Cox, Esq.
 Initial Registered Agent

N2403061.DOC 05/04/98

FILED
 98 MAY -5 PM 12: 21
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

H98000008429